

**EXHIBIT B**

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- and -

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Counsel to the Debtors and  
Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

- - - - - x  
In re: : Chapter 11  
: :  
: Case No. 08-35653 (KRH)  
CIRCUIT CITY STORES, INC., :  
et al., : Jointly Administered  
: :  
Debtors. :  
- - - - - x

AFFIDAVIT IN SUPPORT OF EMPLOYMENT OF JONES, WALKER,  
WAECHTER, POITEVENT, CARRERE & DENEGRE LLP AS A  
PROFESSIONAL UTILIZED IN THE ORDINARY COURSE OF BUSINESS

STATE OF LOUISIANA )  
 ) ss:  
PARISH OF EAST BATON ROUGE )

Luis A. Leitzelar, being duly sworn, deposes  
and says:

i) I am a Senior Partner of the firm Jones, Walker, Waechter, Poitevent, Carrere and Denegre, LLP (the "Firm"), which has been employed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")<sup>1</sup> in the ordinary course of their business. The Debtors wish to retain the Firm to continue providing such ordinary-course services during their chapter 11 cases. This Affidavit is submitted in compliance with the Order Granting Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105(A), 327, 330 And 331 Authorizing Debtors To Employ Professionals Utilized In The Ordinary Course Of Business (the "OCB Professionals Order").

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

1. The Firm was provided with a list of interested parties, a copy of which is annexed hereto as Exhibit 1, and conducted a search of Firm's records for the names identified thereon. Based on that search, neither I, the Firm, nor any member, counsel, or associate thereof, insofar as I have been able to ascertain, has any connection with the Debtors, their creditors or stockholders, or any party in interest herein, that would affect the disinterestedness of the Firm. Nevertheless, I disclose the following:

- (a) From reviewing the list of interested parties provided to the firm in this case, the Firm represents: Home Depot International in certain employment litigation and non-litigation matters, Capital One Bank, N.A. in certain litigation and non-litigation matters, Fifth Third Bank in certain litigation and non-litigation matters, General Electric Capital Corporation in certain litigation and non-litigation matters, GMAC Commercial Finance, LLC in certain litigation and non-litigation matters, JP Morgan Chase Bank, N.A. in certain litigation and non-litigation matters, Wachovia Bank, N.A. in certain litigation and non-litigation matters, Wells Fargo Bank, N.A. in certain litigation and non-litigation matters, Sony Corporation and its affiliates in certain state and local tax matters, American Express

Company in certain litigation and non-litigation matters, CNA Global Specialty Lines in certain litigation and non-litigation matters, Fireman's Fund Insurance Company in certain litigation and non-litigation matters, Lexington Insurance Company in certain litigation and non-litigation matters, Liberty Mutual Fire Insurance Company in certain litigation and non-litigation matters, Lloyds of London in certain litigation and non-litigation matters, St. Paul Mercury Insurance Company in certain litigation and non-litigation matters, XL Specialty Insurance Company in certain litigation and non-litigation matters, Zurich American Insurance Company in certain litigation and non-litigation matters, AT&T Inc. in certain litigation and non-litigation matters, and Banco Popular in certain litigation and non-litigation matters.

- (b) The Firm's representation of the above listed entities are in matters that are wholly unrelated to these Bankruptcy Proceedings.
- (c) The representation of the above listed entities do not affect the Firm's disinterestedness, as that term is defined in the Bankruptcy Code.

2. The Firm, except as described above, does not represent or hold any interest adverse to the Debtors or their estates with respect to the engagement for which we are to be retained.

3. This Firm and certain of its members, counsel, and associates may have in the past represented, currently represent, and may in the future represent entities that are claimants or equity security holders of the Debtors in matters totally unrelated to the Debtors' chapter 11 cases. None of those past or current representations are material. This Firm will be in a position to identify with specificity all such persons or entities when lists of all creditors of the Debtors have been prepared and will make any further disclosures as may be appropriate at that time. The Firm intends to apply for compensation for professional services rendered in connection with these chapter 11 cases directly to the Debtors, in accordance with the OCB Professionals Order, with such application to request compensation for services based on the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm. The principal attorneys designated to represent the Debtors and their current standard rates are:

- (a) Luis Leitzelar, Senior Partner  
\$285/hr.

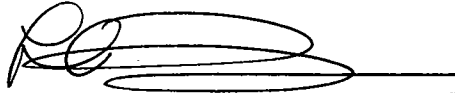
- (b) Heather N. Sharp, Associate  
\$175/hr.
- (c) Erica N. Beck, Associate  
\$190/hr.
- (d) Mark A. Mintz, Associate  
\$185/hr.

4. The rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Such rates are the Firm's standard rates for work of this nature. The rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with a client's case. The expenses charged to clients include, among other things, overnight mail, transportation, overtime expenses, computer assisted legal research, photocopying, long distance outgoing facsimile transmissions, airfare, meals, lodging and, in general, all identifiable expenses that would not have been incurred except for representation of a particular client. The Firm will charge the Debtors for these expenses in a manner and at

rates consistent with charges made generally to the Firm's other clients.

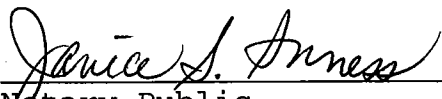
5. Except as provided in the OCB Professionals Order, no representations or promises have been received by the Firm nor by any partner or associate thereof as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code. The Firm has no agreement with any other entity to share with such entity any compensation received by the Firm in connection with these chapter 11 cases.

WHEREFORE, affiant respectfully submits this Affidavit in Support of Employment of Jones Walker Waechter Poitevent Carrere and Denegre, LLP as a Professional Utilized in the Ordinary Course of Business.



Luis A. Leitzelar  
Senior Partner  
Jones Walker Waechter Poitevent  
Carrere and Denegre, LLP  
Four United Plaza  
8555 United Plaza Blvd.  
Baton Rouge, Louisiana 70809

Sworn to before me this 5th day of June, 2009.



Notary Public

My Commission Expires: at death

Janice S. Inness  
Notary Public  
Parish of East Baton Rouge  
State of Louisiana  
My Commission is for Life  
Notary ID No. 10416